

## **EXHIBIT F**

Givaudan



BY EMAIL AND COURRIER

Phyto Tech Corp. d/b/a Blue California  
30111 Tomas  
Rancho Santa Margarita  
CA 92688, USA  
Facsimile No.: 949-635-988

Attention: Steven Chen

Vernier, 31 July, 2017

Re: Notice of dispute

Dear Steven,

We refer to the Limited Liability Agreement (the "JV Agreement") of BGN TECH LLC (the "Company"), dated as of February 21, 2014, by and among Givaudan SA and Phyto Tech Corp. d/b/a Blue California. Capitalized terms used and not otherwise defined herein have the meanings ascribed to such terms under the JV Agreement.

As we have made clear, the decision to proceed with Organism Development Green Note 1 (the "Project") constitutes a Significant Matter under the JV Agreement that requires unanimous approval of the Board. Despite Chris Thoen and Bill Marino's vote against proceeding with the Project, your email to Chris Thoen dated July 25, 2017, indicates that you intend to proceed with the Project as well as other research and development projects that constitute Significant Matters but have not received the requisite approval.

We are willing to utilize the dispute resolution mechanics agreed upon by the parties in Section 14.08 of the JV Agreement to discuss these issues and this letter hereby serves as formal notice thereof in accordance with Section 14.08 of the JV Agreement.

Should you be unwilling to so engage with us or if you take steps to proceed with the Project or any other Significant Matter without unanimous Board approval (in flagrant violation of the JV Agreement) we will be forced to take further legal action.

This letter is without prejudice to, and with full reservation, of the legal and equitable rights and remedies available to us, all of which are expressly reserved.

Yours sincerely,

**Givaudan SA**



Roberto Garavagno  
Group Counsel



Fanny Iglesias  
Deputy Group Counsel Flavours Division

CC:

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